

**COUNTY WOMEN'S NETWORK  
BYLAWS FOR FY 2006-2007**

**ARTICLE I – NAME**

Section A     The name of the organization is COUNTY WOMEN'S NETWORK, hereinafter referred to as CWN.

Section B     The CWN shall be a non-profit organization for women.

**ARTICLE II – OBJECTIVES**

Section A     The objectives of the CWN are to:

1. Foster personal, as well as professional growth and development, and promotion of women, by using the CWN's assets and resources for the benefit of the members.
2. Share knowledge and expertise by creating a mentoring and sponsoring environment.
3. Increase visibility of women in the workforce, promote awareness and equality in the workplace, and recognize accomplishments of members.
4. Provide opportunities to meet and exchange ideas and information, and to expand members' knowledge of governmental procedures and functions.

**ARTICLE III – MEMBERSHIP AND DUES**

Section A     There shall be three (3) types of membership: Regular, Associate, and Honorary.

1. Regular membership shall be open to all: County employees, employees of offices governed by the Board of Supervisors, SANBAG, LAFCO, and Superintendent of Public Schools, and employees of the Superior Court of San Bernardino County, regardless of classification or length of employment.
2. Associate membership shall be open to all those who support the CWN's objectives. Associate members are entitled to all the rights of regular members except the right to vote or hold elected office.
3. Honorary membership may be bestowed annually upon an individual recognized by the majority of a current CWN Board of Directors.

Section B     Annual dollar amount of dues shall be recommended by the CWN's Board and subject to a majority approval of the voting membership. Dues shall be assessed on an annual or biannual basis in conjunction with the County's fiscal year. Members joining for the first time during the period January 1 to April 30 shall be assessed one-half (1/2) the annual dues for that year\*.

Regular and Associate members shall be assessed annual dues on a sliding scale. Honorary members are not assessed an annual dues amount. The *sliding* scale is based upon annual income as follows:

Income Per Annum	One-year membership	Two-Year membership*
\$50,000 +	\$55.00	\$105.00*
\$40,000 – \$49,999	\$45.00	\$85.00*
\$30,000 - \$39,999	\$35.00	\$65.00*
\$29,999 or less	\$25.00	\$45.00*

\*Two-Year membership discount is only applicable when joining or renewing in the months of July through September and not available to members joining or renewing in the months of October through December or when joining with the ½ price discount.

Section C Membership shall begin upon a payment of annual dues or, where applicable, prorated dues and continue as long as the member remains in good standing, which is defined as current on dues and no debts or obligations owed to the CWN.

Section D In order to serve the needs of the members countywide, programs will be established in West Valley and Desert Region.

#### **ARTICLE IV – BOARD OF DIRECTORS**

Section A The Board of Directors shall consist of fourteen (14) duly elected or appointed officers and the immediate Past President, known as Past President. The term of office for the Board of Directors shall be one (1) year, except for the Directors of Programs, Mentoring and Membership. These offices will be two-year terms with staggered elections. The term of office for 1st position will expire on June 30 of odd numbered fiscal years and the term of office for 2nd position will expire on June 30 of even numbered fiscal years.  
All members of the Board of Directors shall attend all Board and regular meetings.

Section B The fifteen (15) elected officials are:

President  
Vice President  
Secretary  
Treasurer  
Director of Programs (1<sup>st</sup> Position)  
Director of Programs (2<sup>nd</sup> Position)  
Director of Membership (1<sup>st</sup> Position)  
Director of Membership (2<sup>nd</sup> Position)  
Director of Publicity  
Director of Special Projects  
Director of Mentoring (1<sup>st</sup> Position)  
Director of Mentoring (2<sup>nd</sup> Position)  
Director of West Valley  
Director of Desert Regions  
Director of Community Service

- Section C The President shall call meetings of the Board to transact the business of the CWN. Any Board member may request that the President call a meeting. Each Board member shall receive notice of Board meetings at least three (3) days in advance, either verbally or in writing. Board members shall attend all Board meetings, unless excused. No business of the CWN shall be transacted unless a majority of the Board is present.
- Section D The general duties of each office shall be listed in the Standing Rules. The Board may assign additional tasks not specifically outlined in the Standing Rules.
- Section E The Past President shall be a non-voting member of the Board of Directors.
- Section F An elected office shall be declared vacant by the President if an officer fails without cause to attend three (3) consecutive Board meetings, resigns the office, or is separated from the County.
- Section G If a vacancy occurs on the Board of Directors, the President shall make an appointment to the vacated position upon recommendation of the Nominations and Elections Committee, with the approval of a majority of the Board of Directors.

## **ARTICLE V – COMMITTEES**

- Section A There shall be one standing committee- Nominations and Elections. There will be two Steering Committees, one for the West Valley and one for the Desert Regions. Each steering committee will be chaired by the Director representing that region. The Board may also establish additional ad hoc committees as needed.
- Section B Each standing committee shall consist of a minimum of three (3) CWN members appointed by the chair.
- Section C The chairs of the standing committees shall present progress reports of ongoing committee activities at the Board meetings. All project-type committee activities shall be presented to the Board of Directors for approval prior to implementation. Projects shall not be carried out without prior Board approval.

## **ARTICLE VI – MEETINGS AND QUORUM**

- Section A There shall be a minimum of six (6) regular meetings of the CWN each year to promote CWN objectives and to transact such business as shall come before the regular membership.
- Section B No business of the CWN shall be conducted at any regular meeting unless there is a quorum present. A quorum shall be any thirty-three (33) members in good standing.

## **ARTICLE VII – NOMINATIONS AND ELECTIONS**

### **Section A**     Nominations and Elections Committee:

1. Nominations and Elections Committee shall be chaired by a CWN member appointed by the President and shall be responsible for nominating a slate of candidates for the annual election and for soliciting nominations for offices to be filled during the year.
2. The President shall appoint the Chair of the Nominations and Elections Committee during the first quarter following the election and installation of new officers. The Committee members' terms of office shall expire concurrently with the term of office of the elected officers. Any regular member in good standing is eligible for appointment to this Committee.
3. The President shall publish and distribute the names and mail stations of Committee members to all CWN members, either in the newsletter or by separate correspondence.
4. It shall be the duty of the Committee to solicit suggestions from members for nominations for offices to be filled.
5. The Committee shall be responsible for proposing nominees for office to the regular members for the annual election and to the Board to fill vacancies that occur during the year.
6. The Committee shall study the leadership needs of the CWN and propose a slate of candidates with a minimum of one (1) nominee for election to each office. The consent of each nominee must be obtained before inclusion on the slate.
7. Members of the Committee may not be nominated for any CWN elected office unless they first resign from the Committee.

**Section B**     The Nominations and Elections committee shall report its slate of nominations for CWN Board of Directors at the regular April meeting. Nominations may be made from the floor for any office, with the prior consent of the nominee, for inclusion on the ballot.

### **Section C**     Elections:

1. Elections shall take place annually by ballot.
2. The Nominations and Elections Committee shall mail ballots presenting the nominee(s) for each office to all regular members in good standing after the general meeting in April.
3. At the option of the Committee, voted ballots shall be mailed to a designated member of the Committee at least one (1) week prior to the regular May meeting.
4. Voted ballots shall be counted and the results announced by the Committee at the regular May meeting.

5. The candidate receiving the most votes shall be declared elected provided; however, that a quorum (thirty-three) has voted.
6. No member may be elected to more than one office in a single election.
7. Nominations may be made from the floor for any office, unfilled by this election process, with the consent of the nominee, and a vote by voice or by hand shall elect the officer.

Section D Newly elected officers shall be installed by June 30 following announcement by the Nominations and Elections Committee of the results of the balloting. No member shall serve more than two (2) consecutive terms in the same office.

## **ARTICLE VIII – FINANCIAL**

Section A The fiscal year shall be from the first day of July through the last day of June.

Section B The CWN budget shall be prepared annually by the Treasurer. The budget shall be submitted to the Board of Directors during the first quarter and be available for approval and adoption by the CWN Board of Directors by the end of the first quarter.

Section C The Treasurer shall sign all CWN checks. All checks must be co-signed by the President, the Vice President or the Secretary.

Section D A review of CWN funds shall be made annually by an ad hoc Financial Review Committee appointed by the President. The financial review shall be completed and available to members by October 1 of each year. An annual Operating Statement and Balance Sheet prepared by the Treasurer shall be published at the end of the fiscal year and available to all members by August 1 of each year.

## **ARTICLE IX – POLITICAL ACTIVITY:**

CWN meetings and publications shall not be used as a forum for political endorsements or campaigning. Furthermore, articles appearing in CWN publications shall not include reference to any active election campaigns. The organization shall refrain from any aspect of political action.

## **ARTICLE X – AMENDMENTS**

Section A Proposed amendments to the CWN Bylaws or its Standing Rules may be introduced by anyone by submitting a written copy of the proposal to the Vice President for consideration. The Vice President shall present the proposed amendment to the Board of Directors for consideration at its next meeting. If the Board determines the proposed amendment should be presented to members, the proposed amendment shall be submitted to a vote of the membership by mail ballot.

Section B Any proposed amendments to the Bylaws or Standing Rules shall require approval of a majority of the regular voting members.

Section C Bylaws and Standing Rules amendments shall become effective immediately upon completion of counting of the ballots unless otherwise stated on the ballot. If the requisite number of members approves Bylaws and/or Standing Rules amendments, the President shall communicate the results to the membership within 30 days of the ballot counting, either in the Newsletter or by separate correspondence.

#### **ARTICLE XI – DISSOLUTION:**

Upon dissolution of the CWN, the remaining assets of the organization shall be disbursed to any bona fide non-profit or governmental organization in a manner determined by a majority vote of those members present and voting at a special meeting called by the President. No member of the CWN shall derive any pecuniary gain or profit from the disposition of assets of this organization.

#### **ARTICLE XII – PARLIAMENTARY AUTHORITY:**

The parliamentary authority of the CWN shall be Robert's Rules of Order, Newly Revised.

## **DUTIES OF THE BOARD OF DIRECTORS**

The duties of the CWN Board of Directors shall be as follows, except that the President may reassign, temporarily, any duties from one Board member to another as long as both Board members agree.

The President shall:

1. Enforce the CWN'S Bylaws and represent the CWN in all matters pertaining to the organization.
2. Preside at all meetings of the CWN.
3. Be an ex-officio member of all standing and ad hoc committees, with the exception of the Nominations and Elections Committee.
4. Sign all official correspondence and co-sign CWN checks.
5. Appoint a member to chair the Nominations and Elections Committee by September 1.
6. By August 1, assign the financial review of the prior fiscal year to be completed by October 1.
7. Carry out other duties as required by the Bylaws.

The Vice President shall:

1. In the absence of the President, assume the President's duties.
2. Serve as organization historian and maintain the historical files.
3. Co-sign CWN checks as necessary.
4. Coordinate the annual review of the Strategic Plan.
5. Coordinate the annual review of the Code of Ethics.
6. Coordinate the annual review of the Bylaws, Standing Rules and Policy Statements.
7. Coordinate annual County Board of Supervisors' recognition of Women's History Month by requesting Board Resolution.
8. Serve as Chair of the Scholarship Committee and Woman of the Year Committee.
9. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Treasurer shall:

1. Be custodian of the funds of the CWN.
2. Collect all dues and other money payable to the CWN and deposit same as directed by the Board.
3. Disburse funds as approved by the Board and sign all checks.
4. Keep a book of the accounts of the CWN and submit monthly reports, or as requested by the Board.
5. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Secretary shall:

1. Take, maintain and distribute to all Board members accurate minutes of the Board meetings.
2. Update and maintain CWN stationery.
3. Maintain Board information (e.g., contact information and biographies) and distribute to appropriate parties.
4. Update the Bylaws, Standing Rules and Policy Statements after approved by the Board and voted on by membership.
5. Conduct an annual survey of membership and report results to the Board.
6. Co-sign CWN checks as necessary.
7. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Directors of Programs shall:

1. Plan programs and makes all necessary arrangements for speakers and introduce them at meetings.
2. Coordinate with the Director of Publicity to generate publicity for the program and events.
3. Coordinate an annual recognition event focusing on the achievements of women including those working within the County.
4. Co-sign CWN checks as necessary.
5. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Directors of Membership shall:

1. Maintain an accurate roster of current members.
2. Develop annual membership goals for Board approval.
3. Coordinate the annual membership drive.
4. Collect membership renewal notices and deliver membership statistics to Director of Publicity.
5. Mail a member packet to each new member.
6. Provide up-to-date mailing labels to the Board upon request
7. Maintain and update member e-mail distribution list and non-member courtesy distribution list
8. Process RSVPs and facilitate sign-in for monthly programs.
9. Collect and log payment of membership dues, monthly lunch fees, and monthly guest fees, and forward to Treasurer.
10. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Director of Publicity:

1. Serve as public relations specialist and ensure that the CWN receives media coverage.
2. Coordinate all graphic artwork and assure camera-ready materials are provided to the Board as needed.
3. Coordinate publicity with the Director of Membership for annual membership renewal drive.
4. Compile and distribute newsletter publications at least quarterly.
5. Maintain CWN websites.
6. Carry out other duties as required by the Bylaws or designated by the President or the Board.



The Director of Special Projects shall:

1. Maintain CWN Store and report results of annual inventory to the Board.
2. Maintain CWN Resource Library.
3. Research and report to the Board on new fundraising opportunities.
4. Supply monthly door prizes through donations or purchase.
5. Coordinate with the Treasurer to document donations and issue receipts to donors.
6. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Directors of Mentoring shall:

1. Coordinate the CWN Mentoring Program.
2. Develop and distribute CWN Mentoring Guidebooks.
3. Update and distribute the annual Mentoring Program's recruitment drive.
4. Assign and monitor Mentoring Circles.
5. Plan and coordinate the Mentoring Graduation Event with the Directors of Programs.
6. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Directors of the West Valley and Desert Region shall:

1. Establish a Steering Committee responsible for:
  - a. Regional Promotion of CWN.
  - b. Regional recruitment of new members.
  - c. Sponsoring regional programs.
  - d. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Director of Community Service shall:

1. Accept requests for CWN participation and involvement with community service projects.
2. Maintain a web page on the CWN website that provides community service information and opportunities for membership participation
3. Serve as chair of the Community Service Committee.
4. Plan, organize and represent CWN's involvement in community service projects and events.
5. Keep an accounting of participation hours and involvement of CWN members with pre-approved community service projects.
6. Maintain records of CWN's involvement in community service projects and provide a year-end report to the membership.
7. Carry out other duties as required by the Bylaws or designated by the President or the Board.

The Past President shall:

1. Assist the President, Board, and membership as requested.